

Neil A. Goteiner (NG 1644)
Dean M. Gloster, *Pro Hac Vice* (pending)
Kelly A. Woodruff, *Pro Hac Vice* (pending)
FARELLA BRAUN & MARTEL LLP
235 Montgomery Street, 17th Floor
San Francisco, CA 94104
Telephone: (415) 954-4400
Facsimile: (415) 954-4480

– and –

Trent P. Cornell, *Pro Hac Vice* (pending)
Jon D. Cohen, *Pro Hac Vice* (pending)
STAHL COWEN CROWLEY LLC
55 West Monroe Street, Suite 1200
Chicago, IL 60603
Telephone: (312) 641-0060
Facsimile: (312) 641-6959

Attorneys for Delphi Salaried Retirees Association
and other Delphi Non-Union Salaried Retirees

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	Chapter 11 Case No. 05-44481 (RDD)
In re:	:
	:
DELPHI CORPORATION, et. al.,	:
	:
Debtors.	:
	:
	:
-----X	

NOTICE OF APPEAL

The Delphi Salaried Retirees Association (“DSRA”) and other non-union salaried retirees of Delphi Corporation and its affiliated debtor entities (collectively “Delphi Retirees”) hereby appeal to the United States District Court for the Southern District of New York under 28 U.S.C. § 158(a) from the judgment, order or decree of the Bankruptcy Court, a copy of which is

attached hereto as Exhibit A, denying Delphi Retirees' motions to appoint an official retiree committee pursuant to Section 1114(d) of the Bankruptcy Code, 11 U.S.C. § 1114(d); holding that the protections of Section 1114 do not apply to Debtors' motion to terminate employee retiree benefit plans and programs that Delphi reserved the right to amend or modify; and authorizing Delphi to terminate all Delphi contributions to those plans effective April 1, 2009. The Delphi Retirees do not consent to have the appeal heard by the Bankruptcy Appellate Panel.

The names of all parties to the judgment, order, or decree appealed from and the names, addresses, and telephone numbers of their respective attorneys are as follows:

1) Attorneys for Delphi Retirees:

Neil A. Goteiner (NG 1644)
Dean M. Gloster, *Pro Hac Vice* (pending)
Kelly A. Woodruff, *Pro Hac Vice* (pending)
FARELLA BRAUN & MARTEL LLP
235 Montgomery Street, 17th Floor
San Francisco, CA 94104
Telephone: (415) 954-4400
Facsimile: (415) 954-4480

-and-

Trent P. Cornell, *Pro Hac Vice* (pending)
Jon D. Cohen, *Pro Hac Vice* (pending)
STAHL COWEN CROWLEY LLC
55 West Monroe Street, Suite 1200
Chicago, Illinois 60603
Telephone: (312) 641-0060
Facsimile: (312) 641-6959

2) Attorneys for Debtors:

John Wm. Butler, Jr.
Ron E. Meisler
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
333 West Wacker Drive, Suite 2100
Chicago, IL 60606
Telephone: (312) 407-0700

- and -

Kayalyn A. Marafioti
Thomas J. Matz
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
Four Times Square
New York, NY 10036
Telephone: (212) 735-3000

3) United States Trustee:

Alicia M. Leonhard
Office of the United States Trustee
Southern District of New York
33 Whitehall Street, Suite 2100
New York, NY 10004
Telephone: (212) 510-0508

- and -

Tracy Hope Davis
United States Trustee Office
33 Whitehall Street, Suite 2100
New York, NY 10004
Telephone: (212) 510-0510

4) Official Committee of Unsecured Creditors:

Robert J. Rosenberg
Mark A. Broude
LATHAM & WATKINS
885 Third Avenue
New York, NY 10022-4802
Telephone: (212) 906-1200

- and -

Michael D. Warner
WARNER STEVENS, L.L.P.
301 Commerce Street, Suite 1700
Fort Worth, TX 76102
Telephone: (817) 810-5250

Dated: San Francisco, California
March 4, 2009

Attorneys For Delphi Salaried Retirees Association
And Other Non-Union Salaried Retirees Of Debtors

By: /s/ Neil A. Goteiner
Neil A. Goteiner

Neil A. Goteiner (NG 1644)
Dean M. Gloster, *Pro Hac Vice* (pending)
Kelly A. Woodruff, *Pro Hac Vice* (pending)
FARELLA BRAUN & MARTEL LLP
235 Montgomery Street, 17th Floor
San Francisco, CA 94104
Telephone: (415) 954-4400
Facsimile: (415) 954-4480
ngoteiner@fbm.com

-and-

Trent P. Cornell, *Pro Hac Vice* (pending)
Jon D. Cohen, *Pro Hac Vice* (pending)
STAHL COWEN CROWLEY LLC
55 West Monroe Street, Suite 1200
Chicago, Illinois 60603
Telephone: (312) 641-0060
Facsimile: (312) 641-6959
tcornell@stahlcowen.com